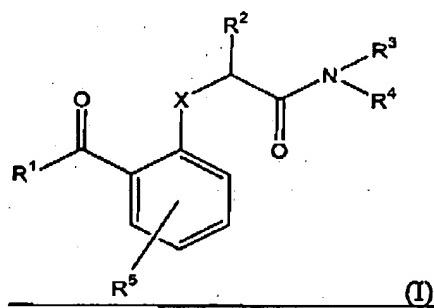


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Amendments to the Claims:

Claim 1 canceled.

Claim 2 (currently amended) A compound of formula (I)



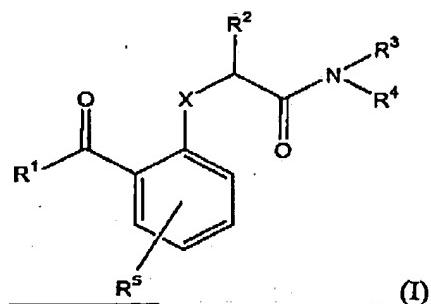
according to claim 1 wherein X is O; R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, -CN, -SR⁶, -S(O)₂R⁶; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -CN, and C₆₋₁₄arylC₁₋₈alkyl; R⁶ is C₁₋₈alkyl, optionally substituted with halogen; R⁷ is C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of hydroxy, -NH₂, or heterocycle; R⁸ is hydrogen; R⁹ is hydrogen or C₁₋₈alkyl; R¹⁰ is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, halogen, C₁₋₈alkyl, -OR¹¹ and -SR¹⁰N(R¹⁰)₂, S(O)₂NR⁸R⁹; or C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -S(O)₂NR⁸R⁹, -OR¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, and heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl and heterocycleC₁₋₈alkyl; R⁸ and R⁹ are the same or different and are selected from the group consisting of hydrogen, C₁₋₈alkyl, C₁₋₈alkylheterocycle, heterocycle, and C₃₋₆cycloalkyl; R¹⁰ is C₁₋₈alkyl; R¹¹ is C₁₋₈alkyl, optionally substituted with -SO₂NR⁸R⁹; and R⁵ is halogen or -NO₂; or a pharmaceutically acceptable derivative thereof.

Claim 3 (currently amended) A compound of formula (I) according to claim [1] 2 wherein X is O; R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, and -CN; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, C₁₋

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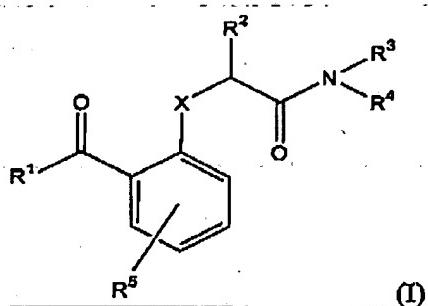
,alkyl, -CN, -NO₂, -S(O)R⁷, -S(O)₂R⁷, -NS(O)₂R⁷, wherein R⁷ is -NH₂; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 4 (currently amended) A compound of formula (I)



~~according to claim 1~~ wherein X is O; R¹ is C₆₋₁₄aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, CF₃, -CN; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl and S(O)₂NR⁸R⁹, wherein R⁸ and R⁹ are independently selected from the group consisting of hydrogen, C₃₋₆cycloalkyl, C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C₆₋₁₄aryl optionally substituted with alkoxy, C₁₋₈ alkylamino, C₁₋₈alkylheterocycle, heterocycle, heterocycleC₁₋₄alkyl, C₃₋₆cycloalkylC₁₋₈alkyl, and C₃₋₆cycloalkyl.

Claim 5 (currently amended) A compound of formula (I)

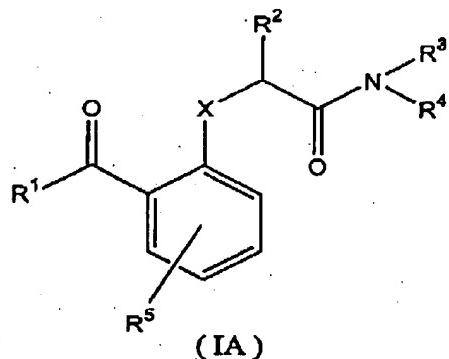


~~according to claim 1~~ wherein R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, and -CN; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, -CN, -NO₂, -S(O)R⁷, -S(O)₂R⁷, -NS(O)₂R⁷, wherein R⁷ is -NH₂; and R⁵

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is halogen; or a pharmaceutically acceptable derivative thereof provided that when X is C; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with halogen, CN, C₁₋₈alkyl, -NO₂; and R⁵ is halogen, then R¹ cannot be C₆₋₁₀aryl substituted with alkoxy.

Claim 6 (original) A compound of formula (IA)



wherein:

X is C, O, or N;

R¹ is C₆₋₁₄aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R⁶ is C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of hydroxyl, halogen, -CF₃, aryl, and heterocycle;

R⁷ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl and heterocycle; -NH₂; or heterocycle;

R² is hydrogen, halogen, or C₁₋₈alkyl;

R³ is hydrogen;

R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁷, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -S(O)₂R¹¹, -S(O)₂NR⁷COR¹¹, -S(O)₂NHCOR¹¹, -S(O)₂[COR¹¹]_n wherein n is

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1, 2, or 3, -OR¹¹, -OR¹¹OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁸ and R⁹ are independently selected from the group consisting of hydrogen, C₃₋₆cycloalkyl, C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C₆₋₁₄aryl optionally substituted with alkoxy, C₁₋₈alkylamino, C₁₋₈alkylheterocycle, heterocycle, heterocycleC₁₋₈alkyl, C₃₋₆cycloalkylC₁₋₈alkyl, and C₃₋₆cycloalkyl;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, hydroxy, halogen, C₁₋₈alkyl, C₃₋₆cycloalkyl, alkoxy, -S(O)₂NR⁸R⁹, NCONH₂, and heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, and C₁₋₈alkyl; heterocycle optionally substituted with heterocycleC₁₋₈alkyl; or C₆₋₁₄aryl optionally substituted with alkoxy;

R⁵ is hydrogen, halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof provided that

a) when X is C; R² is hydrogen, halogen or C₁₋₈alkyl; R³ is hydrogen; R⁴ is C₆₋₁₄aryl substituted with halogen, hydroxy, or C₁₋₈alkyl; R⁵ is hydrogen, halogen, C₁₋₈alkyl, or alkoxy; then R¹ cannot be C₁₋₈alkyl, C₃₋₆cycloalkyl, or C₆₋₁₄aryl substituted with halogen, C₁₋₈alkyl, or C₆₋₁₄arylC₂₋₆alkenyl; and

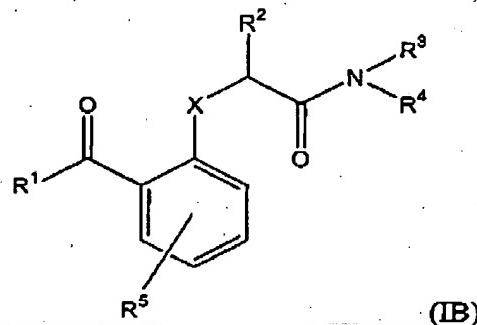
(b) when X is C; R² is hydrogen or alkyl; R³ is hydrogen; R⁴ is C₆₋₁₄aryl substituted with halogen, CN, alkyl, or -NO₂; R⁵ is hydrogen, -NO₂, or NH₂, then R¹ cannot be C₁₀₋₁₄aryl substituted with alkoxy.

Claim 7 (original) A compound of formula (IA) according to claim 6 wherein X is O; R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, -CN, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -S(O)₂R', -S(O)₂NR⁸R⁹, -OR¹¹, heterocycleC₂₋₆alkenyl, and heterocycle which may be optionally substituted with oxo; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 8 (canceled)

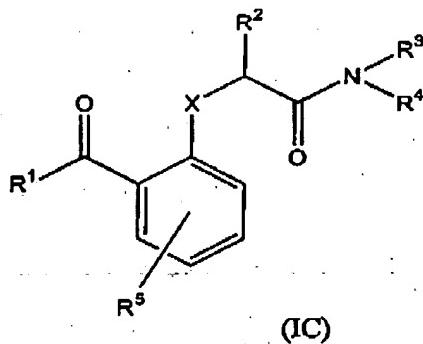
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Claim 9 (currently amended) A compound of formula (IB)



according to claim 8 wherein X is O; R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, and -CN; R² is hydrogen; R³ is hydrogen; R⁴ is heterocycle; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 10 (original) A compound of formula (IC)



wherein:

X is C, O, or N;

R¹ is heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, halogen, -CN, C₆₋₁₄arylC₁₋₈alkyl and heterocycle;

R² is hydrogen, halogen, or C₁₋₈alkyl;

R³ is hydrogen;

R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷,

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-NS(O)₂R⁷, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -S(O)₂R¹¹, -S(O)₂NR⁷COR¹¹, S(O)₂NHCOR¹¹, -S(O)₂[COR¹¹]_n wherein n is 1, 2, or 3, -OR¹¹, -OR¹¹OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₈alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁷ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl and heterocycle; -NH₂; or heterocycle;

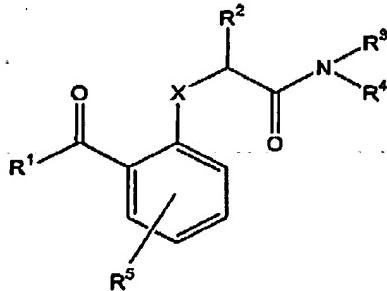
R⁸ and R⁹ are independently selected from the group consisting of hydrogen, C₃₋₆cycloalkyl, C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C₆₋₁₄aryl optionally substituted with alkoxy, C₁₋₈alkylamino, C₁₋₄alkylheterocycle, heterocycle, heterocycleC₁₋₈alkyl, C₃₋₆cycloalkylC₁₋₈alkyl, and C₃₋₆cycloalkyl;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, alkoxy, -S(O)₂NR⁸R⁹, -NR⁸R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl;

R⁵ is hydrogen, halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof.

Claim 11 (original) A compound of formula (IC) according to claim 10 wherein X is O; R¹ is heterocycle, optionally substituted with -CN; R² and R³ are hydrogen; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -S(O)₂NR⁸R⁹, -OR¹¹, and heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 12 (original) A compound of formula (ID):



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(II)

wherein:

X is C, O, or N;

R¹ is heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, halogen, -CN, C₆₋₁₄arylC₁₋₈alkyl and heterocycle;

R² is hydrogen, halogen, or C₁₋₈alkyl;

R³ and R⁴ are independently hydrogen; hydroxy; heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC₁₋₈alkyl, halogen, C₁₋₈alkyl, -OR¹¹, -S(O)₂NR⁸R⁹, and -SR¹⁰N(R¹⁰)₂; or R³ and R⁴ together with the nitrogen atom to which they are attached form a heterocycle which may be optionally substituted with C₆₋₁₄aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl and -NO₂; provided that R³ and R⁴ cannot both be hydrogen or hydroxy;

R⁸ and R⁹ are independently selected from the group consisting of hydrogen, C₃₋₆cycloalkyl, C₁₋₈alkyl optionally substituted with one or more substituents selected from the group consisting of oxo, heterocycle, CN and C₆₋₁₄aryl optionally substituted with alkoxy, C₁₋₈alkylamino, C₁₋₈alkylheterocycle, heterocycle, heterocycleC₁₋₈alkyl, C₃₋₆cycloalkylC₁₋₈alkyl, and C₃₋₆cycloalkyl;

R¹⁰ is C₁₋₈alkyl;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁸R⁹, and heterocycle optionally substituted with one or more substituents selected from the group consisting of oxo, and C₁₋₈alkyl;

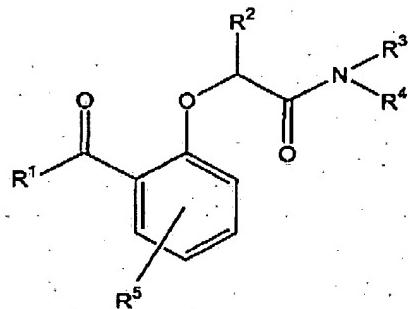
R⁵ is hydrogen, halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof.

Claim 13 (original) A compound of formula (II) according to claim 12 wherein X is O; R¹ is heterocycle; R² and R³ are hydrogen; R⁴ is heterocycle; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

Claim 14 (previously presented) A compound according to claim 6 wherein X is O.

Claim 15 (original) A compound of formula (II):

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(II)

wherein:

R¹ is C₆₋₁₄aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R⁶ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, aryl, and heterocycle;

R⁷ is C₁₋₈ alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl and heterocycle; -NH₂; or heterocycle;

R² is hydrogen, halogen, or C₁₋₈alkyl;

R³ and R⁴ form a heterocycle which may be optionally substituted with C₆₋₁₄aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl and -NO₂;

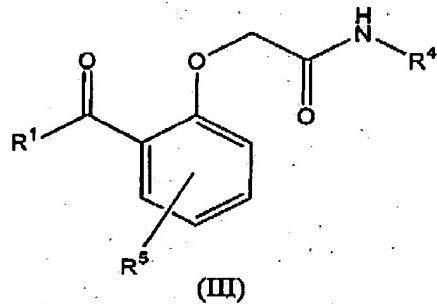
provided that when R¹ is unsubstituted C₆₋₁₄aryl, then R³R⁴ is substituted.

R⁵ is hydrogen, halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof.

Claim 16 (original) A compound of formula (II) according to claim 15 wherein R¹ is C₆₋₁₄aryl which is substituted with halogen; R² is hydrogen; R³ and R⁴ form a heterocycle which may be optionally substituted with C₆₋₁₄aryl, which may be optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl and -NO₂; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

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Claim 17 (original) A compound of formula (III):



wherein:

R¹ is C₆₋₁₄aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -CN, C₆₋₁₄arylC₁₋₈alkyl and heterocycle;

R⁶ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, aryl, and heterocycle;

R⁷ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl and heterocycle; -NH₂; or heterocycle;

R⁴ is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC₁₋₈alkyl, halogen, C₁₋₈alkyl, -OR¹¹ and -SR¹⁰N(R¹⁰)₂; or C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁷, -S(O)₂NR⁸R⁹, -OR¹¹, -S(O)₂NHR¹¹, S(O)₂R¹¹, OR¹¹OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and -C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁸ and R⁹ are independently selected from the group consisting of hydrogen; C₃₋₆cycloalkyl; C₁₋₈alkyl optionally substituted with one or more substituents selected from

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the group consisting of oxo, heterocycle, CN and C₆₋₁₄aryl optionally substituted with alkoxy, C₁₋₈alkylamino, C₁₋₈alkylheterocycle, heterocycle, heterocycleC₁₋₈alkyl, C₃₋₆cycloalkylC₁₋₈alkyl, and C₃₋₆cycloalkyl; or -C(O)NH₂;

R¹⁰ is C₁₋₈alkyl;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, alkoxy, -S(O)₂NR⁸R⁹, -NR⁸R⁹ and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl;

R⁵ is hydrogen; halogen; C₁₋₈alkyl; -NO₂; -NH₂; C₁₋₈alkylamino; CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof,
provided that:

(a) when R⁴ is C₆₋₁₄aryl substituted with OR¹¹ wherein R¹¹ is NR⁸R⁹ wherein R⁸ and R⁹ are C₁₋₈alkyl, and R¹ is C₆₋₁₄aryl, then R¹ cannot be substituted in the para position, and

(b) R¹ and R⁴ cannot both be unsubstituted.

Claim 18 (original) A compound of formula (III) according to claim 17 wherein R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, -CN, -SR⁶, -S(O)₂R⁶; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -CN, and C₆₋₁₄arylC₁₋₈alkyl; R⁶ is C₁₋₈alkyl, optionally substituted with halogen; R⁷ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, -NH₂, or heterocycle; R⁴ is heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, halogen, C₁₋₈alkyl, -OR¹¹ and -SR¹⁰N(R¹⁰)₂; or C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, -C(O)NH₂, -S(O)₂R⁷, -S(O)₂NR⁸R⁹, -OR¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; R⁸ and R⁹ are the same or different and are selected from the group consisting of hydrogen, C₁₋₈alkyl, C₁₋₈alkylheterocycle, heterocycle, and C₃₋₆cycloalkyl; R¹⁰ is C₁₋₈alkyl; R¹¹ is C₁₋₈alkyl, optionally substituted with -S(O)₂NR⁸R⁹; and R⁵ is halogen or -NO₂; or a pharmaceutically acceptable derivative thereof.

Claim 19 (original) A compound of formula (III) according to claim 17 wherein R¹ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, and -CN; R⁴ is C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, -CN, -NO₂, -S(O)R⁷, -S(O)₂R⁷, -NS(O)₂R⁷, wherein R⁷ is -NH₂; and R⁵ is halogen; or a pharmaceutically acceptable derivative thereof.

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Claim 20 (previously presented) A compound according claim 4 wherein

R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃, cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

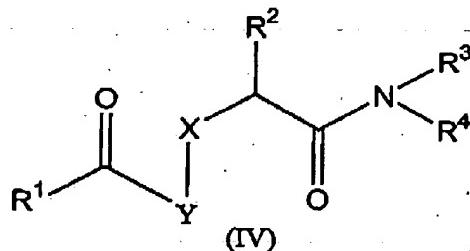
R³ is hydrogen;

R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁹, -S(O)₂NR⁶R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁶R⁹, -NR⁶R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 21 (original) A compound of formula (IV)



wherein:

X is C, O, or N;

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Y is heterocycle optionally substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, -CF₃, or alkoxy;

R¹ is C₁₋₈alkyl; C₃₋₆cycloalkyl; C₆₋₁₄aryl which may be optionally substituted with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle; or heterocycle, optionally substituted with one or more substituents selected from the group consisting of C₁₋₈alkyl, -CN, C₆₋₁₄arylC₁₋₈alkyl and heterocycle;

R⁶ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, aryl, and heterocycle;

R⁷ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl and heterocycle; -NH₂; or heterocycle;

R² is hydrogen, halogen, or C₁₋₈alkyl;

R³ and R⁴ are independently hydrogen; hydroxy; heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo, hydroxy, hydroxyC₁₋₈alkyl, halogen, C₁₋₈alkyl; OR¹¹ and -SR¹⁰N(R¹⁰)₂; or C₆₋₁₄aryl substituted with one or more substituents selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NSO₂R⁷, -S(O)₂NR⁸R⁹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹; provided that R³ and R⁴ cannot both be hydrogen or hydroxy;

R⁸ and R⁹ are independently selected from the group consisting of hydrogen, C₁₋₈alkyl, C₁₋₈alkylamino, C₁₋₈alkylheterocycle, heterocycle, and C₃₋₆cycloalkyl;

R¹⁰ is C₁₋₈alkyl;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -SO₂NR⁸R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl;

R⁵ is hydrogen, halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

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or a pharmaceutically acceptable derivative thereof.

Claim 22 (original) A compound of formula (IV) according to claim 21 wherein Y is a heterocycle substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, -CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof. More preferred compounds of formula (IV) are compounds wherein X is O. Most preferred compounds of formula (IV) are those wherein X is O and Y is a heterocycle substituted with one or more substituents selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, -CF₃, or alkoxy; or a pharmaceutically acceptable derivative thereof.

Claim 23 (original) A compound selected from the group consisting of:

- 2-[2-(1-benzothiophen-2-ylcarbonyl)-4-chlorophenoxy]-N-phenylacetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1H-imidazol-1-yl)phenyl]acetamide;
- 2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1H-1,2,4-triazol-1-yl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(4-morpholinyl)phenyl]acetamide;
- N-[4-(aminosulfonyl)phenyl]-2-(2-benzoyl-4-chlorophenoxy)acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-{4-[(1,3-thiazol-2-ylamino)sulfonyl]phenyl}acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(4-methyl-1-piperazinyl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(hydroxymethyl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-{4-[(methylamino)sulfonyl]phenyl}acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1,1-dioxo-1lambda~6-,4-thiazinan-4-yl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[2-methyl-4-(4-morpholinyl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-{4-[3-(dimethylamino)propoxy]-2-methylphenyl}acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-hydroxyethyl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[4-(1-hydroxyethyl)phenyl]acetamide;
- 2-(2-benzoyl-4-chlorophenoxy)-N-[2-methyl-4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;

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2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;
2-(2-benzoyl-4-chlorophenoxy)-N-(1H-indazol-5-yl)acetamide;
2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(4-morpholinyl)propoxy]phenyl}acetamide;
2-(2-benzoyl-4-chlorophenoxy)-N-{4-[3-(1H-imidazol-1-yl)propoxy]-2-methylphenyl}acetamide;
2-(2-benzoyl-4-chlorophenoxy)-N-(1H-indazol-6-yl)acetamide;
2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;
2-[4-chloro-2-(2-furoyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;
2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;
2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-{2-methyl-4-[3-(4-morpholinyl)propoxy]phenyl}acetamide;
2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]-N-[4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
2-(2-benzoyl-4-chlorophenoxy)-N-{2-methyl-4-[3-(1-oxo-1lambda~4-,4-thiazinan-4-yl)propoxy]phenyl}acetamide;
2-[4-chloro-2-(2-furoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-(2-benzoyl-4-chlorophenoxy)acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(2-thienylcarbonyl)phenoxy]acetamide;
2-[2-(1-benzofuran-2-ylcarbonyl)-4-chlorophenoxy]-N-phenylacetamide
2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-phenylacetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(2-furoyl)phenoxy]acetamide;
2-[4-chloro-2-(2-furoyl)phenoxy]-N-(1H-indazol-6-yl)acetamide;
2-[4-chloro-2-(3-furoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-[4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-thienylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4-,4-thiazinan-4-yl)phenyl]acetamide;
2-{4-chloro-2-[(1-methyl-1H-pyrrol-2-yl)carbonyl]phenoxy}-N-phenylacetamide;
2-(4-chloro-2-{{5-(2-pyridinyl)-2-thienyl}carbonyl}phenoxy)-N-phenylacetamide;
2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-(1H-indazol-5-yl)acetamide;

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2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-pyridinylcarbonyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[2-(2-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[2-(4-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[2-(2-bromobenzoyl)-4-chlorophenoxy]acetamide;
2-{4-chloro-2-[(5-methyl-3-isoxazolyl)carbonyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-fluorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-chlorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-fluorobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chlorobenzoyl)phenoxy]acetamide;
2-{4-chloro-2-[(4-cyano-2-thienyl)carbonyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[(4-cyano-2-thienyl)carbonyl]phenoxy} acetamide;
2-{4-chloro-2-[3-(trifluoromethyl)benzoyl]phenoxy}-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[2-(3-bromobenzoyl)-4-chlorophenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[2-(3-bromobenzoyl)-4-chlorophenoxy]acetamide;
2-[4-chloro-2-(3-methylbenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;
2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-pyridinylcarbonyl)phenoxy]acetamide;

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2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[(1-methyl-1H-imidazol-2-yl)carbonyl]phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(1,3-thiazol-2-ylcarbonyl)phenoxy]acetamide;

2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-{2-methyl-4-[3-(1-pyrrolidinyl)propoxy]phenyl}acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide;

2-[4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide

N-(1,3-benzothiazol-6-yl)-2-(2-benzoyl-4-chlorophenoxy)acetamide

2-[4-chloro-2-{3-[(trifluoromethyl)sulfanyl]benzoyl}phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide

2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-[2-methyl-4-(1-oxo-1lambda~4~,4-thiazinan-4-yl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy]acetamide;

N-(1,3-benzothiazol-6-yl)-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide

2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-(2-methyl-1,3-benzothiazol-5-yl)acetamide

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-{3-[(trifluoromethyl)sulfanyl]benzoyl}phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]acetamide;

2-(2-benzoyl-4-chlorophenoxy)-N-[4-(methylsulfonyl)phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[3-(2-cyclopentylethynyl)benzoyl]phenoxy]acetamide;

2-[4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;

2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[3-(2-phenylethynyl)benzoyl]phenoxy]acetamide;

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2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-(5-methyl-1H-indazol-6-yl)acetamide;
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;
N-(1,2-benzisothiazol-5-yl)-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;
2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;
2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-1-(2,3-dihydro-1H-indol-1-yl)-1-ethanone;
2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;
2-[4-chloro-2-(3-ethynylbenzoyl)phenoxy]-N-[2-methyl-4-(methylsulfonyl)phenyl]acetamide;
N-{4-[3-(aminosulfonyl)propoxy]-2-methylphenyl}-2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]acetamide;
2-{2-[3,5-bis(trifluoromethyl)benzoyl]-4-chlorophenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;
2-{2-[(5-bromo-3-pyridinyl)carbonyl]-4-chlorophenoxy}-N-(5-methyl-1H-benzimidazol-6-yl)acetamide;
2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(6-methyl-1,3-benzothiazol-5-yl)acetamide;
N-{4-[3-(aminosulfonyl)propoxy]-2-methylphenyl}-2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-(4-chloro-2-[3-(trifluoromethyl)sulfonyl]benzoyl)phenoxy)acetamide;
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[4-(1,3-thiazol-2-yl)phenyl]acetamide
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-[4-(1,3-oxazol-2-yl)phenyl]acetamide
2-[4-chloro-2-(3,5-difluorobenzoyl)phenoxy]-N-{4-[(3-hydroxypropyl)sulfonyl]-2-methylphenyl}acetamide;
2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(2-methyl-4-{3-[(methylamino)sulfonyl]propoxy}phenyl)acetamide;
2-{4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy}-N-(4-{3-[(dimethylamino)sulfonyl]propoxy}-2-methylphenyl)acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-{2-[(5-bromo-3-pyridinyl)carbonyl]-4-chlorophenoxy}acetamide;

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2-[4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy]-N-[4-[3-(1H-imidazol-1-yl)propoxy]-2-methylphenyl]acetamide;

2-[4-chloro-2-[3-fluoro-5-(trifluoromethyl)benzoyl]phenoxy]-N-[2-methyl-4-[(E)-4-(1-pyrrolidinyl)-1-but enyl]phenyl]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-fluorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[6-(aminosulfonyl)-4-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-cyanobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dimethylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-ethylbenzoyl)phenoxy]acetamide;

2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]-N-[4-[3-(2,5-dihydro-1H-pyrrol-1-yl)propoxy]-2-methylphenyl]acetamide hydrochloride;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[(6-cyano-2-pyridinyl)carbonyl]phenoxy]acetamide;

N-[6-(aminosulfonyl)-2-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dicyanobenzoyl)phenoxy]acetamide;

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[3-cyano-5-(trifluoromethyl)benzoyl]phenoxy]acetamide;

and pharmaceutically acceptable derivatives thereof.

Claim 24 (original) A compound selected from the group consisting of compound number 7, 32, 33, 36, 38, 44, 45, 49, 51, 52, 61, 65, 66, 71, 75, 76, 111, 112, 115, 118, 119, 128, 129, 171, 172, 191, 192, 199, 200, 206, 207, 224, 225, 232, 233, 235, 236, 246, 247, 253, 254, 255, 256, 259, 260, 261, 262, 264, 265, 267, 268, 288, 289, 290, 409, 412, 428, 430, 431, 433, 491, 564, 587, 475, 478, 498, 593, 483, 637, 503, 601, 658 and pharmaceutically acceptable derivatives thereof.

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Claim 25 (original) A compound selected from the group consisting of:

N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyanobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-fluoro-5-(trifluoromethyl)benzoyl)acetamide;
N-[4-{3-(aminosulfonyl)propoxy}-2-methylphenyl]-2-[4-chloro-2-(3-fluoro-5-(trifluoromethyl)benzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-fluorobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[6-(aminosulfonyl)-4-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-cyanobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dimethylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-cyano-5-ethylbenzoyl)phenoxy]acetamide;
2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]-N-{4-[3-(2,5-dihydro-1H-pyrrol-1-yl)propoxy]-2-methylphenyl}acetamide hydrochloride;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3-chloro-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dichlorobenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-[(6-cyano-2-pyridinyl)carbonyl]phenoxy]acetamide;
N-[6-(aminosulfonyl)-2-methyl-3-pyridinyl]-2-[4-chloro-2-(3-cyano-5-methylbenzoyl)phenoxy]acetamide;
N-[4-(aminosulfonyl)-2-methylphenyl]-2-[4-chloro-2-(3,5-dicyanobenzoyl)phenoxy]acetamide;
and pharmaceutically acceptable derivatives thereof.

Claim 26 (previously presented) A compound according to claim 4 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄ aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 27 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 2.

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Claim 28 (original) The method according to claim 27 wherein the viral infection is an HIV infection.

Claim 29 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to any of claim 2.

Claim 30 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 2.

Claim 31 (canceled)

Claim 32 (canceled)

Claim 33 (canceled)

Claim 34 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 2 together with a pharmaceutically acceptable carrier.

Claim 35 (original) A pharmaceutical composition according to claim 34 in the form of a tablet or capsule.

Claim 36 (original) A pharmaceutical composition according to claim 34 in the form of a liquid.

Claim 37 (canceled)

Claim 38 (previously presented) A compound according to claim 6 wherein R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

R³ is hydrogen;

R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁷, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may

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be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁶R⁹, -NR⁶R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 39 (previously presented) A compound according to claim 7 wherein R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

R³ is hydrogen;

R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁷, -S(O)₂NR⁶R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁶R⁹, -NR⁶R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

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Claim 40 (previously presented) A compound according to claim 17 wherein

R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

R³ is hydrogen;

R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁷, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁸R⁹, -NR⁸R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 41 (previously presented) A compound according to claim 18 wherein

R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

R³ is hydrogen;

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R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁹, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₈alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁸R⁹, -NR⁸R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 42 (previously presented) A compound according to claim 19 wherein

R¹ is phenyl which is substituted in the *meta* position with one or more substituents selected from the group consisting of halogen, -CF₃, C₁₋₈alkyl, C₁₋₈alkylamino, alkoxy, C₃₋₆cycloalkylC₂₋₆alkenyl, C₆₋₁₄arylC₂₋₆alkenyl, -CN, -NO₂, -NH₂, -SR⁶, -S(O)₂R⁶, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, C₂₋₆alkenyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, and heterocycle, and C₂₋₆alkynyl which may be optionally substituted with a substituent selected from the group consisting of hydroxy, halogen, aryl, C₃₋₆cycloalkyl, and heterocycle;

R² is hydrogen;

R³ is hydrogen;

R⁴ is phenyl substituted in the *ortho* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, or C₁₋₈alkyl and substituted at the *para* position with a substituent selected from the group consisting of hydroxy, halogen, -CF₃, C₁₋₈alkyl, hydroxyC₁₋₈alkyl, -CN, -NO₂, C₁₋₈alkylamino, heterocycleC₁₋₈alkyl, -C(O)NH₂, -S(O)R⁷, -S(O)₂R⁷, -C(O)R⁷, -NS(O)₂R⁹, -S(O)₂NR⁸R⁹, -S(O)₂NHR¹¹, -SO₂R¹¹, -OR¹¹, -C(O)R¹¹, -C(O)NR¹¹, -C(O)OR¹¹, -NR¹¹, -NC(O)R¹¹, heterocycleC₂₋₆alkenyl, heterocycle which may be optionally substituted with one or more substituents selected from the group consisting of oxo, C₁₋₈alkyl, and C(O)OR¹¹, and C₁₋₈alkyl which may be optionally substituted with one or more substituents selected from the group consisting of -CN and heterocycle, optionally substituted with -C(O)R¹¹;

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R⁵ is a substituent in the *para* position relative to X and is selected from the group consisting of halogen, C₁₋₈alkyl, -NO₂, -NH₂, C₁₋₆alkylamino, CF₃, or alkoxy;

R¹¹ is C₁₋₈alkyl, optionally substituted with one or more substituents selected from the group consisting of hydrogen, C₁₋₈alkyl, -S(O)₂NR⁸R⁹, -NR⁸R⁹, and heterocycle, optionally substituted with one or more substituents selected from the group consisting of oxo and C₁₋₈alkyl; or a pharmaceutically acceptable derivative thereof.

Claim 43 (previously presented) A compound according to claim 6 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 44 (previously presented) A compound according to claim 7 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 45 (previously presented) A compound according to claim 17 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 46 (previously presented) A compound according to claim 18 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 47 (previously presented) A compound according to claim 19 wherein R¹ is C₆₋₁₄ aryl substituted in the meta position, particularly with halogen and wherein R³ is hydrogen and R⁴ is C₆₋₁₄aryl substituted with C₁₋₈alkyl, in particular methyl.

Claim 48 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 4.

Claim 49 (previously presented) A method of treatment of a viral infection in a mammal comprising administering to said mammal an antivirally effective amount of a compound according to claim 23.

Claim 50 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to claim 4.

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Claim 51 (previously presented) A method of inhibiting HIV reverse transcriptase comprising administering to a mammal an effective amount of a compound according to claim 23.

Claim 52 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 4.

Claim 53 (previously presented) A method of preventing HIV infection, or of treating HIV infection, comprising administering to a mammal an effective amount of a compound according to claim 23.

Claim 54 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 4 together with a pharmaceutically acceptable carrier.

Claim 55 (previously presented) A pharmaceutical composition comprising an effective amount of a compound according to claim 23 together with a pharmaceutically acceptable carrier.